

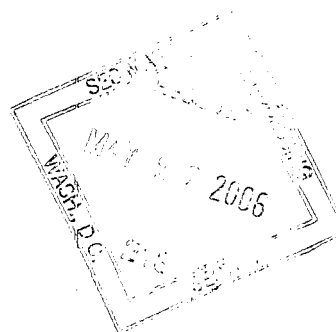


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Office of International Corporate Finance  
Securities and Exchange Commission  
Room 3628  
100F Street North East  
Washington DC  
20549  
USA



16 May 2006

Dear Sirs,

**SUPPL**

**12g3 - 2 (b) Exemption**

In accordance with the Company's exemption from disclosure requirements under Rule 12g3 - 2 (b) of the 1934 Securities Exchange Act please find enclosed a notification released to the London Stock Exchange concerning Directorate Change.

Yours faithfully,

**Rachel Spencer**  
**Deputy Secretary**

Copy to: Mr. T. Peterson  
Mr. M. Downing

PROCESSED

MAY 25 2006

THOMSON  
FINANCIAL

*Handwritten initials and date: JW 5/24*

Invensys PLC - Invensys PLC - Directorate Change

RNS Number:0353D

Invensys PLC

16 May 2006

### **Invensys plc**

#### **Michael Parker appointed non-executive director**

Invensys plc announces that Michael Parker will be joining the Board on 24 May 2006 as a non-executive director and will become a member of the Audit and Remuneration Committees.

Michael has been Group Chief Executive of BNFL, the nuclear company, since 2003. Previously he was *President and Chief Executive Officer of The Dow Chemical Company in Midland, Michigan, USA* from November 2000 to December 2002 and had been a member of the Board of Directors of Dow since 1995.

Michael will replace Larry Farmer, who will be retiring from the Board as planned at the Group's Annual General Meeting, which is currently anticipated to take place on 3 August 2006.

Andrew Macfarlane, who has been a non-executive director since 2003, has informed the Board that, due to work commitments at Rentokil Initial plc where he is Chief Financial Officer, he will not be seeking re-election at the Annual General Meeting. A search for his replacement as non-executive director and Chairman of the Audit Committee is underway.

Martin Jay, Chairman of Invensys commented:

'I am delighted to welcome Michael to Invensys and I know that his breadth of experience in multinational companies will be invaluable in assisting the Board's deliberations.

'On behalf of the Board, I would like to thank Larry and Andrew for their immense help over the past three years and we all wish them well in the future.'

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